

H32242

The Henley Group, Inc.

4770 Biscayne Boulevard, PH-F
Miami, Florida 33137
Tel: (305) 438-0020 Fax: (305) 438-0506

FILED
98 APR 15 AM 8:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

April 13, 1998

Secretary of State
Division of Corporation
Tallahassee, FL 32399

000002489610-2

Re: The Henley Group, Inc.

-04/15/98-01058-012
*****35.00 *****35.00

Gentlemen/Ladies:

Enclosed herewith find the original copy of Officer/Director
Resignation for The Henley Group, Inc.

Enclosed is a check in the amount of \$35.00 to cover the
Filing Fee.

Very truly yours,
THE HENLEY GROUP, INC.



Daisy Campos
Corporate Secretary

Enclosure

VS APR 21 1998

o/p resign



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

OFFICER / DIRECTOR RESIGNATION

FILED
98 APR 15 AM 8:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, MARTIN SWARZMAN, hereby resign as PRESIDENT / DIRECTOR
(Title)

of THE HENLEY GROUP, INC.
(Name of Corporation)

a corporation organized under the laws of the State of FLORIDA

and affirm that the corporation has been notified in writing of the resignation.

Martin Swarzman
(Signature of resigning officer/director)

President / Director

FILING FEE IS \$35.00